SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: $225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: $375.)

PROFIT CORPORATION ANNUAL REPORT
1996

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P95000003653

1. Corporation Name
G & D CONSULTING GROUP, INC

Principal Place of Business
1702 W. JETTON AV
TAMPA, FL 33606

Mailing Address

2. Principal Place of Business
21
Suite, Apt. #, etc.
22
City & State
23
Zip 24 Country 25

2a. Mailing Address
26
Suite, Apt. #, etc.
27
City & State
28
Zip 29 Country 30

3. Date Incorporated or Qualified: January 13, 1995

3a. Date of Last Report: N/A

4. FEI Number: 59-3367950 — Applied For / Not Applicable

5. Certificate of Status Desired [ ] — $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [ ] — $5.00 May Be Added to Fees

8. This corporation has listed by form of qualification in excess of $100,000 on its Florida Statutes. [✓] Yes [ ] No

9. Name and Address of Current Registered Agent
AMERILAWYER
343 ALMERIA AVENUE
CORAL GABLES, FL 33134

10. Name and Address of New Registered Agent
81 Name: PETER J. GIROUX
82 Street Address (P.O. Box Number is Not Acceptable): 1702 W. JETTON A
83
84 City: TAMPA FL 85 Zip Code: 33606

11. Pursuant to the provisions of Sections 607.0505 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE: Peter J. Giroux — PETER J. GIROUX — 8/2/96

12. OFFICERS AND DIRECTORS

TITLE	PRESIDENT	[ ] DELETE
NAME	RICHARD R. DUNMIRE	
STREET ADDRESS	16005 WILMINGTON PL	
CITY, ST, ZIP	TAMPA, FL 33647	
TITLE	VICE PRESIDENT	[ ] DELETE
NAME	PETER J. GIROUX	
STREET ADDRESS	1702 W. JETTON AV	
CITY, ST, ZIP	TAMPA, FL 33606	
TITLE	SECRETARY	[ ] DELETE
NAME	PETER J. GIROUX	
STREET ADDRESS	1702 W. JETTON AV	
CITY, ST, ZIP	TAMPA, FL 33606	
TITLE	TREASURER	[ ] DELETE
NAME	RICHARD R. DUNMIRE	
STREET ADDRESS	16005 WILMINGTON PL	
CITY, ST, ZIP	TA 33647	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY, ST, ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY, ST, ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS HELD

11 TITLE		[ ] Change [ ] Add
12 NAME		
13 STREET ADDRESS		
14 CITY, ST, ZIP		
21 TITLE		[ ] Change [ ] Add
22 NAME		
23 STREET ADDRESS		
24 CITY, ST, ZIP		
31 TITLE		[ ] Change [ ] Add
32 NAME		
33 STREET ADDRESS		
34 CITY, ST, ZIP		
41 TITLE		[ ] Change [ ] Add
42 NAME		
43 STREET ADDRESS		
44 CITY, ST, ZIP		
51 TITLE		[ ] Change [ ] Add
52 NAME		
53 STREET ADDRESS		
54 CITY, ST, ZIP		
61 TITLE		[ ] Change [ ] Add
62 NAME		
63 STREET ADDRESS		
64 CITY, ST, ZIP		

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***225.00

CR2E034 (3/96)

14. I do hereby certify that the information supplied with this annual report, including any fees, is accurate and complete as of the date of this report. I further certify that the information contained in the articles of incorporation or articles of amendment, if any, on file with the Department of State, Division of Corporations, is accurate and complete as of the date of this report. I further certify that I am an officer or director of the corporation or a person authorized to execute this report on behalf of the corporation, and that my name appears in Section 12 above, or I have attached a separate list containing the required information.

SIGNATURE: Peter J. Giroux — PETER J. GIROUX — 8/2/96 — 813-253-5823
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR